

Katharine I. Crost (New York Bar No. 1391523)
Lorraine S. McGowen (New York Bar No. 2137727)
Orrick, Herrington & Sutcliffe LLP
51 West 52nd Street
New York, NY 10019-6142
Telephone: (212) 506-5000
Facsimile: (212) 506-5151

*Special Securitization Transactional
and Litigation Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
_____)	

**NOTICE OF FILING OF AMENDED EXHIBIT F-2 TO FIFTH INTERIM FEE
APPLICATION AND FINAL FEE APPLICATION OF ORRICK, HERRINGTON &
SUTCLIFFE LLP, AS SPECIAL SECURITIZATION TRANSACTIONAL AND
LITIGATION COUNSEL FOR THE DEBTORS, FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FROM
MAY 14, 2012 THROUGH DECEMBER 17, 2013**

PLEASE TAKE NOTICE that on March 3, 2014, Orrick, Herrington & Sutcliffe LLP (“Orrick”) filed its *Fifth Interim Fee Application and Final Fee Application of Orrick, Herrington & Sutcliffe LLP, as Special Securitization Transactional and Litigation Counsel for the Debtors, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from May 14, 2012 through December 17, 2013*, as Docket No. 6550 (the “**Final Fee Application**”).

PLEASE TAKE FURTHER NOTICE that Exhibit F-2 to the Final Fee Application (Orrick’s Monthly Fee Statement for October 1-31, 2013) inadvertently excluded Orrick’s October 1-31, 2013 invoice, which was previously served on the notice parties.

PLEASE TAKE FURTHER NOTICE that attached hereto is an Amended Exhibit F-2 to the Final Fee Application, which includes Orrick’s October 1-31, 2013 invoice.

PLEASE TAKE FURTHER NOTICE that on May 20, 2014, a copy of this notice and Amended Exhibit F-2 was served via electronic mail on the notice parties listed below:

lnashelsky@mofo.com
glee@mofo.com
lmarinuzzi@mofo.com
smolison@mofo.com
erichards.mofo.com
keckstein@kramerlevin.com
dmannal@kramerlevin.com
michael.driscoll@usdoj.gov
eric.j.small@usdoj.gov
tracy.davis2@usdoj.gov
brian.masumoto@usdoj.gov
linda.riffkin@usdoj.gov
richard.cieri@kirkland.com
ray.schrock@kirkland.com

Dated: May 20, 2014
New York, NY

Respectfully submitted,

s/Lorraine S. McGowen
Katharine I. Crost (New York Bar No. 1391523)
Lorraine S. McGowen (New York Bar No. 2137727)
ORRICK HERRINGTON & SUTCLIFFE LLP
51 W. 52nd Street
New York, NY 10019-6142
Telephone: (212) 506-5000
Facsimile: (212) 506-5151

*Special Securitization Transactional
and Litigation Counsel to the Debtors
and Debtors in Possession*

AMENDED¹ EXHIBIT F-2

MONTHLY FEE APPLICATION FOR OCTOBER 1-31, 2013

¹ This Amended Exhibit includes Orrick's invoice for October 1-31, 2013.



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fax +1-212-506-5151
WWW.ORRICK.COM

Katharine I. Crost
(212) 506-5070
kcrost@orrick.com

December 12, 2013

VIA ELECTRONIC MAIL AND OVERNIGHT MAIL

Morrison & Foerster LLP
1290 Avenue of the Americas
New York, NY 10104
Attn: Darren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi

Office of the United States Trustee
for the Southern District of New York
U.S. Federal Office Building
201 Varick Street, Suite 1006
New York, NY 10014
Attn: Tracy Hope Davis, Linda A. Riffkin,
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Kenneth H. Eckstein and
Douglas H. Mannal

Kirkland & Ellis
601 Lexington Avenue
New York, NY 10022
Attn: Richard M. Cieri and Ray C. Schrock

**Re: In re Residential Capital, LLC, et al., Case No. 12-12020:
Monthly Fee Statement of Orrick, Herrington & Sutcliffe LLP
for the time period October 1, 2013 through October 31, 2013**

Dear Counsel:

Pursuant to the Bankruptcy Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find the monthly fee statement of Orrick, Herrington & Sutcliffe LLP ("Orrick") as Special Securitization Transactional and Litigation Counsel to Residential Capital, *et al.* (collectively, the "Debtors" or the "Company") for the time period September 1, 2013 through September 30, 2013 (the "Invoice Period"), which was served on the parties listed in paragraph 2(a) of the Order on December 12, 2013 (the "Monthly Fee Statement").¹

¹ Orrick was retained as Special Securitization Transactional and Litigation Counsel pursuant to the *Order Under Section 327(e) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014-1*



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In the absence of a timely objection, the Debtors shall pay \$14,811.24, consisting of the sum of (a) \$14,808.24, an amount equal to 80% of the fees (\$14,808.24 = \$18,510.30 x 0.80) and (b) 100% of the expenses (\$3.00) being requested in the Monthly Fee Statement.

Objections to the Monthly Fee Statement are due by January 2, 2014 (*i.e.*, 20 days after the date of service of this Monthly Fee Statement).

Pursuant to the Order, Orrick hereby sets forth a description of services rendered to the Debtors, including total hours worked and rates applied,² and all reasonable out-of-pocket costs and expenses. The following is intended to serve as a summary description of the primary services rendered by Orrick during the Invoice Period. This summary is derived from the time records of the attorneys and paraprofessionals who worked on this matter (attached hereto as **Exhibit A**), which time records were maintained regularly and entered contemporaneously with the rendition of the services by each Orrick attorney and paraprofessional in the ordinary course of practice. Orrick has incurred actual out-of-pocket costs and expenses in connection with providing services to the Debtors. Orrick, in the ordinary course of its legal practice, uses the most economical and efficient method, or, where appropriate, outside vendors, when incurring expenses. Reimbursement of expenses incurred by Orrick to outside vendors is limited to the actual amounts billed to, or paid by, Orrick.

Authorizing the Employment and Retention of Orrick Herrington & Sutcliffe LLP as Special Securitization Transactional and Litigation Counsel to the Debtors, Nunc Pro Tunc to May 14, 2012, entered by the Bankruptcy Court on July 27, 2012 (Dkt. No. 930).

² Orrick began representing the Company more than twenty years ago. In connection with its longstanding representation, Orrick has historically billed the Company at a discounted hourly rate for legal services rendered. Orrick has agreed to continue to bill the Company at its discounted hourly rates (subject to annual rate increases) during these Chapter 11 cases. Accordingly, the fees included in this Monthly Fee Statement reflect Orrick's discounted hourly rates. The "Timekeeper Summary" in Orrick's invoice shows Orrick's "Base Rate," which is the hourly rate normally charged to Orrick clients, and the "Billed Rate," which reflects the discounted hourly rates Orrick is providing to the Debtors.



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Compensation (Matter 144)

Orrick prepared, revised and finalized its August 2013 monthly fee statement and communicated internally regarding the same. Orrick also corresponded with Debtors' counsel regarding the fourth interim fee applications and followed up internally regarding the same. In connection with this matter, Orrick devoted 2.60 hours resulting in fees of \$1,533.30 and \$3.00 in expenses.³

Securitization Questions (Matter 146)

Orrick communicated with the Debtors and Morrison & Foerster regarding certain rights under assignment and assumption agreements. Orrick also reviewed and revised an engagement letter with Mission Capital and communicated with the Debtors regarding the same. In addition, Orrick communicated with the Debtors regarding GMACM 2010-1 and certain licensing issues. In connection with this matter, Orrick devoted 4.60 hours resulting in fees of \$2,413.95 and no expenses.

Resolution of Pre-Bankruptcy Transaction (Matter 148)

Orrick reviewed and responded to inquiries from the Debtors regarding certain mortgage loan purchase agreements. Orrick also participated in a telephone conference with the Debtors, Morrison & Foerster and Centerview regarding the same. In addition, Orrick participated in telephone conferences with the Debtors regarding the Ginne Mae Guide, recourse issues for liquidating trust securities, requirements for HUD and VA loans and GMACM 2010-1. Orrick also participated in a telephone conference with Morrison & Foerster and counsel for the creditors' committee regarding issues with the liquidating trust. In connection with this matter, Orrick devoted 21.80 hours resulting in fees of \$14,563.05 and no expenses.

³ Orrick devoted an additional 1.00 hour resulting in fees of \$617.50 in connection with reviewing, revising and finalizing its monthly time records. Orrick is aware of Judge Bernstein's August 24, 2010 decision in *In re CCT Communications, Inc.*, Case No. 07-10210, which held, among other things, that reviewing and editing time records is not compensable. Accordingly, Orrick is not seeking compensation from the Debtors' estates for these fees.



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COMPENSATION SUMMARY

OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

<u>Name of Professional Person</u>	<u>Position of Applicant</u>	<u>Hourly Billing Rate</u>	<u>Total Hours Billed</u>	<u>Total Fees</u>
Partners & Senior Counsel				
Katharine I. Crost	Partner	\$874.00	0.80	\$699.20
Martin B. Howard	Partner	\$731.50	12.50	\$9,143.75
Stephen J. Jackson	Partner	\$736.25	2.30	\$1,693.38
Associates				
Duane K. Beasley	Senior Associate	\$612.75	3.60	\$2,205.91
Dennis M. Bent	Contract Associate	\$451.25	6.60	\$2,978.26
Debra L. Felder	Senior Associate	\$617.50	2.40	\$1,482.00
Boris Volodarsky	Associate	\$427.50	0.60	\$256.50
Paralegals/Paraprofessionals				
Debra O. Fullem	Bankruptcy Research Specialist	\$256.50	0.20	\$51.30
TOTAL:			29.00	\$18,510.30
Total Hourly Blended Rate (excluding paralegals/paraprofessionals):			\$640.94 \$18,459.00/28.80 hrs = \$640.94	



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COMPENSATION BY PROJECT CATEGORY

OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Matter 144: Compensation	2.60	\$1,533.30
Matter 146: Securitization Questions	4.60	\$2,413.95
Matter 148: Resolution of Pre-Bankruptcy Transaction	21.80	\$14,563.05
TOTAL:	29.00	\$18,510.30

EXPENSE SUMMARY

OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

<u>Expense Category</u>	<u>Total</u>
Pacer	\$3.00
TOTAL:	\$3.00



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SUMMARY OF ALL COMPENSATION PREVIOUSLY REQUESTED

Orrick has served the following monthly fee statements and interim fee applications:

<u>Monthly/Interim Period</u>	<u>Fees at 100%</u>	<u>Fees at 80%</u>	<u>Expenses at 100%</u>	<u>Total Fees at 80% and 100% of Expenses</u>	<u>Payments Received as of December 12, 2013</u>
May 14, 2012 – June 30, 2012 First Monthly Fee Statement	\$311,664.09	\$249,331.27	\$204.00	\$249,535.27	\$311,868.09 ((\$181,861.88 of that amount was applied to the remaining amount of Orrick's pre-petition retainer))
July 1, 2012 – July 31, 2012 Second Monthly Fee Statement	\$257,980.85	\$206,384.68	\$452.22	\$206,836.90	\$204,264.07
Aug. 1, 2012 – Aug. 31, 2012 Third Monthly Fee Statement	\$163,712.13	\$130,969.70	\$21.90	\$130,991.60	\$163,734.03
May 14, 2012 – Aug. 31, 2012 First Interim Fee Application	\$733,357.07	\$586,685.65	\$678.12	\$587,363.77	See above (May 1, 2012 - Aug. 31, 2012)
Sept. 1, 2012 – Sept. 30, 2012 Fourth Monthly Fee Statement	\$198,762.14	\$159,009.71	\$193.43	\$159,203.14	\$195,456.74
Oct. 1, 2012 – Oct. 31, 2012 Fifth Monthly Fee Statement	\$305,468.57	\$244,374.86	\$381.00	\$244,755.86	\$305,849.57
Nov. 1, 2012 – Nov. 20, 2012 Sixth Monthly Fee Statement	\$100,071.80	\$80,057.44	\$37.00	\$80,094.44	\$100,108.80
Dec. 1, 2012 – Dec. 31, 2012 Seventh Monthly Fee Statement	\$70,462.47	\$56,369.98	\$0.00	\$56,369.98	\$70,462.47
Sept. 1, 2012 – Dec. 31, 2012 Second Interim Fee Application	\$674,764.98	\$539,811.98	\$611.43	\$540,423.41	See above (Sept. 1, 2012 - Dec. 31, 2012)
Jan. 1, 2013 – Jan. 31, 2013 Eighth Monthly Fee Statement	\$108,904.07	\$87,123.26	\$335.50	\$87,458.76	\$88,389.56



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<u>Monthly/Interim Period</u>	<u>Fees at 100%</u>	<u>Fees at 80%</u>	<u>Expenses at 100%</u>	<u>Total Fees at 80% and 100% of Expenses</u>	<u>Payments Received as of December 12, 2013</u>
Feb. 1 – Feb. 28, 2013 Ninth Monthly Fee Statement	\$107,837.98	\$86,270.38	\$79.40	\$86,349.78	\$97,125.65
March 1 – March 31, 2013 Tenth Monthly Fee Statement	\$16,069.74	\$12,855.79	\$78.00	\$12,933.79	\$14,532.97
April 1 – April 30, 2013 Eleventh Monthly Fee Statement	\$8,807.94	\$7,046.35	\$65.50	\$7,111.85	\$7,999.20
Jan. 1, 2013 – April 30, 2013 Third Interim Fee Application	241,619.73	\$193,295.78	558.40	\$193,854.18	See above (Jan. 1, 2013 - April 30, 2013)
May 1 – May 31, 2013 Twelfth Monthly Fee Statement	\$16,196.40	\$12,957.12	\$46.40	\$13,003.52	\$12,994.23
June 1 – June 30, 2013 Thirteenth Monthly Fee Statement	\$35,659.43	\$28,527.54	0.00	\$28,527.54	\$28,527.54
July 1 – July 31, 2013 Fourteenth Monthly Fee Statement	\$73,629.47	\$58,903.58	\$535.00	\$59,438.58	\$14,790.51
August 1 – August 31, 2013 Fifteenth Monthly Fee Statement	\$19,618.98	\$15,695.18	\$87.10	\$15,782.28	\$0.00
May 1, 2013 – August 31, 2013 Fourth Interim Fee Application	\$145,104.28	\$116,083.42	\$668.50	\$116,751.92	See above (May 1, 2013 - August 31, 2013)
Sept. 1, 2013 – Sept. 30, 2013 Sixteenth Monthly Fee Statement	\$12,578.03	\$10,062.42	\$2,205.50	\$12,267.92	\$0.00



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Please contact me if you have any questions regarding the foregoing.

Sincerely,

/s/ Katharine I. Crost
Katharine I. Crost

Enclosure

EXHIBIT A

**ORRICK, HERRINGTON & SUTCLIFFE LLP
INVOICES FOR THE TIME PERIOD
OCTOBER 1, 2013 THROUGH
OCTOBER 31, 2013**

Residential Capital
8400 Normandale Lake Blvd, Suite 350
Minneapolis, MN 55437
Attn: John G. Ruckdaschel, Esq.

December 9, 2013
Client No. 11474
Invoice No. 1449834

Orrick Contact: Katharine I. Crost

FOR SERVICES RENDERED through October 31, 2013 in connection
with the matters described on the attached pages:

\$ 18,510.30

DISBURSEMENTS as per attached pages:

3.00

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ **18,513.30**

Matter(s): 11474/144, 146, 148
732844

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$101,168.00
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

*Orrick, Herrington & Sutcliffe LLP
Lockbox #774619
4619 Solutions Center
Chicago, IL 60677-4006
Reference: 11474/ Invoice: 1449834*

ELECTRONIC FUNDS TRANSFERS:

ACH & Wire Transfers:
ABA Number 121000248
SWIFT CODE: WFBIUS6S
Account Number: 4123701088
*Wells Fargo
420 Montgomery Street
San Francisco, CA 94104
Account of
Orrick, Herrington & Sutcliffe LLP
Reference: 11474/ Invoice: 1449834
E.I.N. 94-2952627*

OVERNIGHT DELIVERY:

*Orrick, Herrington & Sutcliffe LLP
c/o Wells Fargo
Attn: Lockbox #774619
350 East Devon Avenue
Itasca, IL 60143
(213) 614-3248
Reference: 11474/ Invoice: 1449834*

Residential Capital
8400 Normandale Lake Blvd, Suite 350
Minneapolis, MN 55437
Attn: John G. Ruckdaschel, Esq.

December 9, 2013
Client No. 11474
Invoice No. 1449834

Orrick Contact: Katharine I. Crost

For Legal Services Rendered Through October 31, 2013 in Connection With:

Matter: 144 - Compensation
Matter: 732844

10/02/13	D. Felder	Revise August monthly fee statement.	1.00
10/15/13	D. Felder	Finalize August monthly fee statement (.4); email correspondence with M. Howard and K. Crost regarding same (.1).	0.50
10/22/13	D. Fullem	Review email from D. Felder with August monthly fee statement.	0.20
10/22/13	D. Felder	Review, finalize and serve August monthly fee statement.	0.50
10/23/13	D. Felder	Review email correspondence and attached notice from E. Richards (MoFo) regarding fourth interim fee applications (.2); email correspondence to K. Crost (Orrick partner), M. Howard (Orrick partner) and L. McGowen (Orrick bankruptcy partner) regarding the same (.1); email correspondence to D. Fullem (Orrick paralegal) regarding the same (.1).	0.40

Total Hours	2.60
Total For Services	\$1,533.30

Timekeeper Summary	Hours	Base Rate	Base Amount	Billed Rate	Billed Amount
Debra Felder	2.40	650.00	1,560.00	617.50	1,482.00
Debra O. Fullem	0.20	270.00	54.00	256.50	51.30
Total All Timekeepers	2.60		\$1,614.00		\$1,533.30

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December 9, 2013
Invoice No. 1449834

Disbursements
PACER

3.00

Total Disbursements

\$3.00

Total For This Matter

\$1,536.30

For Legal Services Rendered Through October 31, 2013 in Connection With:

Matter: 146 - Securitization questions
Matter: 732846

10/01/13	K. Crost	Telephone conference with M. Beck and J. Ruckdaschel regarding rights under Assignment and Assumption Agreements.	0.40
10/09/13	D. Bent	Review and provide comments on the Engagement Letter with Mission Capital.	0.80
10/10/13	D. Bent	Review and revise the Mission Capital Engagement Letter (0.2); prepare for and attend telephone conference with W. Tyson (ResCap), M. Schoffelen (ResCap) and J. Ruckdaschel (ResCap In-House Attorney) regarding the same (0.8); telephone conference with J. Ruckdaschel (ResCap In-House Attorney) and M. Howard (Orrick Senior Partner) regarding the same (0.2).	1.20
10/11/13	D. Bent	Review, revise and distribute draft of Mission Capital Engagement Letter.	0.40
10/12/13	D. Bent	Respond to request from Morrison and Foerster for multiple Assignment and Assumption Agreements and Mortgage Loan Purchase Agreements.	0.20
10/15/13	D. Bent	Review issues from Debtors' counsel regarding Assignment and Assumption Agreements and Mortgage Loan Purchase Agreements.	0.20
10/25/13	D. Bent	Prepare for and attend telephone conference with W. Tyson (ResCap), M. Schoffelen (ResCap), J. Ruckdaschel (ResCap In-House Attorney) and D. Beasley (Orrick Senior Associate) regarding GMACM 2010-1 (0.8); telephone conference with M. Schoffelen regarding the same (0.2).	1.00
10/29/13	K. Crost	Telephone conference with J. Ruckdaschel, T. Wojciechowski and W. Thompson regarding licensing issues.	0.40

Total Hours

4.60

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Invoice No. 1449834

Total For Services \$2,413.95

Timekeeper Summary	Hours	Base Rate	Base Amount	Billed Rate	Billed Amount
Dennis M. Bent	3.80	650.00	2,470.00	451.25	1,714.75
Katharine I. Crost	0.80	895.00	716.00	874.00	699.20
Total All Timekeepers	4.60		\$3,186.00		\$2,413.95

Total For This Matter \$2,413.95

For Legal Services Rendered Through October 31, 2013 in Connection With:

Matter: 148 - Resolution of Pre-Bankruptcy Transactions
Matter: 732848

10/01/13	D. Beasley	Respond to questions from M. Schoffelen (ResCap) regarding Mortgage Loan Purchase Agreement to dispose of legacy loans.	0.50
10/01/13	D. Bent	Review, revise and distribute the Mortgage Loan Purchase and Interim Servicing Agreement (1.0); telephone conference with W. Tyson (ResCap), M. Schoffelen (ResCap) and K. Chopra (Centerview) regarding the same (0.3).	1.30
10/02/13	D. Bent	Prepare for and attend telephone conference with J. Ruckdaschel (ResCap In-House Attorney) regarding Ginnie Mae Guide.	0.40
10/02/13	M. Howard	Teleconference with J. Ruckdaschel on Ginnie Mae Guide.	0.50
10/03/13	D. Bent	Telephone conference with W. Tyson (ResCap), M. Schoffelen (ResCap), J. Ruckdaschel (ResCap), K. Chopra (Centerview), J. Marines (Morrison & Foerster), and M. Howard (Orrick Senior Partner) regarding revised draft of Mortgage Loan Purchase and Interim Servicing Agreement with Roosevelt.	0.30
10/03/13	M. Howard	Telephone conference with W. Tyson (ResCap), M. Schoffelen (ResCap), J. Ruckdaschel (ResCap), K. Chopra (Centerview) and J. Marines (Morrison & Foerster) regarding revised draft of Mortgage Loan Purchase and Interim Servicing Agreement with Roosevelt.	0.30
10/04/13	D. Bent	Review revisions to Mortgage Loan Purchase and Interim Servicing Agreement with Roosevelt.	0.80
10/07/13	S. Jackson	Review relevant documents and participate in teleconference with J. Ruckdaschel and other Rescap team members to discuss recourse issues for liquidating trust securities.	0.80
10/09/13	M. Howard	Telephone conference with J. Ruckdaschel regarding non-performing loan mortgage loan purchase agreement and issues thereunder.	0.90

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December 9, 2013
Invoice No. 1449834

10/10/13	M. Howard	Teleconference with W. Tyson (ResCap), T. Farley (ResCap), J. Ruckdaschel (ResCap), A. Barrage (Morrison & Foerster) and K. Koehler (Morrison & Foerster) to discuss requirements for HUD and VA loans (1.1); proposal of language for Liquidating Trust agreement (0.7).	1.80
10/16/13	S. Jackson	Prepare for and participate in teleconference with bankruptcy and creditor committee counsel to discuss liquidating trust review.	1.00
10/16/13	M. Howard	Teleconference with J. Demro (ResCap), D. Smith (ResCap) and S. Jackson (Orrick Partner) on ramification of holding residual certificates.	1.00
10/21/13	D. Beasley	Respond to questions from T. Farley (ResCap) and J. Ruckdaschel (ResCap In-house Counsel) regarding disposition of FHA loans and issues with liquidating trust.	0.50
10/22/13	D. Beasley	Respond to questions from M. Schoffelen (ResCap) and T. Farley (ResCap) regarding liquidation of GMACM 2010-1 transaction.	0.50
10/23/13	B. Volodarsky	Review documents meeting specifications requested by ResCap (.4); communicate with S. Jackson and M. Howard regarding the same (.2).	0.60
10/23/13	D. Beasley	Respond to questions from T. Farley (ResCap) regarding HUD (0.5); follow-up regarding questions from M. Schoffelen (ResCap) and W. Tyson (ResCap) regarding disposition of FHA loans (0.5).	1.00
10/24/13	S. Jackson	Review relevant documents and respond to request for documents addressing recourse project.	0.50
10/25/13	D. Beasley	Review materials in preparation for telephone conference regarding liquidation of GMACM 2010-1 (0.2); telephone conference with W. Tyson (ResCap), M. Schoffelen (ResCap) and J. Ruckdaschel (ResCap In-House Attorney) regarding GMACM 2010-1 (0.4); respond to questions from J. Ruckdaschel (ResCap In-House Counsel) and M. Schoffelen (ResCap) regarding disposition of loans (0.5).	1.10
10/25/13	M. Howard	Emails with J. Ruckdaschel (ResCap) and M. Schoffelen on collapse of GMACM 2010-1.	8.00

Total Hours 21.80

Total For Services \$14,563.05

Timekeeper Summary	Hours	Base Rate	Base Amount	Billed Rate	Billed Amount
Duane K. Beasley	3.60	650.00	2,340.00	612.75	2,205.91
Dennis M. Bent	2.80	650.00	1,820.00	451.25	1,263.51
Martin B. Howard	12.50	795.00	9,937.50	731.50	9,143.75

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December 9, 2013
Invoice No. 1449834

Timekeeper Summary	Hours	Base Rate	Base Amount	Billed Rate	Billed Amount
Stephen J. Jackson	2.30	775.00	1,782.50	736.25	1,693.38
Boris Volodarsky	0.60	450.00	270.00	427.50	256.50
Total All Timekeepers	21.80		\$16,150.00		\$14,563.05
Total For This Matter					\$14,563.05

*** * * COMBINED TOTALS * * ***

Total Hours	29.00	
Total Fees, all Matters		\$18,510.30
Total Disbursements, all Matters		\$3.00
Total Amount Due		\$18,513.30